

United States
Lease Financing, Inc.



733 Front Street
San Francisco, California 94111
(415) 627-9276
Telex: 278031 USLF UR

RECORDATION NO. 6449-A Filed 1425

January 25, 1988

JAN 28 1988 11 00 AM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

Attn: Mrs. Mildred Lee, Room 2303

Gentlemen:

Enclosed for recordation under provisions of Section 11303 (formerly 20C) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, is the original and three counterparts of a Partial Release of Security Interest under a Security Agreement dated as of December 27, 1971 which was recorded with the Interstate Commerce Commission on January 4, 1972 and assigned ICC Recordation Number 6449.

THIS DOCUMENT APPLIES ONLY TO RELEASING THE OBLIGATIONS UNDER THE SECURITY AGREEMENT PERTAINING TO RAIK CAR NUMBERS 6270 THROUGH 6282 ONLY.

The names and addresses of the parties to the enclosed are:

SECURED PARTY: Principal Mutual Life Insurance Company
dba Bankers Life Company
711 High Street
Des Moines, Iowa 50309

DEBTOR: D.E. Mundell and Ben Maushardt, Co-Trustees
under a Trust Agreement dated as of July 15,
1971, and United States Leasing International,
Inc., solely as Agent for the Trustees
733 Front Street
San Francisco, CA 94111

The general description of the equipment is contained in the Partial Release.

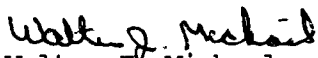
Interstate Commerce Commission
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The undersigned is acting on behalf of the Trustees and Agent and has knowledge of the matters set forth herein.

Enclosed is a remittance in the amount of \$10.00 to cover the required recording fee.

Please return three recorded copies of the Release to the undersigned.

Very truly yours,


Walter J. Michael
Treasurer
415/627-9283

WJM/jr
Encl.

JAN 28 1988 - 11 00 AM

PARTIAL RELEASE OF SECURITY INTEREST INTERSTATE COMMERCE COMMISSION

U.C. Trust No. 6

Releasing RAIX Car Numbers 6270 through 6282 ONLY

WHEREAS, under a Lease of Railroad Equipment dated as of July 15, 1971 among D.E. Mundell and Ben Maushardt as Trustees (the "Trustees") and United States Leasing International, Inc., as Agent for the Trustees and Union Carbide Corporation (the "Lessee"), Lessee acquired the possession and use of the railroad equipment (the "Equipment") with the Road Numbers as shown above; and

WHEREAS, under the Security Agreement dated as of December 27, 1971 from the Trustees (the "Debtor") to Bankers Life Company (the "Secured Party"), the Debtor conveyed, mortgaged, assigned, pledged and granted to the Secured Party a security interest in and to its rights, title and interest to the Equipment subject to the Lease to secure payment of a certain 8 1/2% Secured Note (the "Note") dated as of January 4, 1972; and

WHEREAS, the Security Agreement was filed with the Interstate Commerce Commission and assigned ICC Recordation Number 6449; and

WHEREAS, on or about January 4, 1988 all principal of and interest on the Portion of the Note applying to RAIX Cars 6270 through 6282 has been paid to the Secured Party; and

WHEREAS, the Debtor wishes to sell the Equipment;

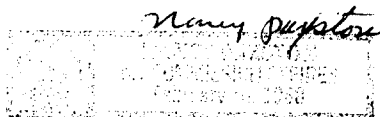
NOW THEREFORE, for good and valuable consideration received, the Secured Party acknowledges payment in full for said equipment and relinquishes its security interest and all right, title and interest in and to RAIX Cars 6270 through 6282 only.

IN WITNESS WHEREOF, the undersigned has executed this Release on this 18th day of January, 1988.

BANKERS LIFE COMPANY

(SEAL)

By Donald D. Bratteho
(Title) Donald D. Bratteho
Director-Securities Investment



By: James K. Hovey
James K. Hovey
Assistant Director-Securities Investment

CORPORATE FORM OF ACKNOWLEDGMENT

State of Iowa)

SS:

County of Polk)

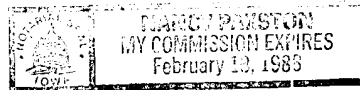
On this 18th day of January, ¹⁹⁸⁸~~1988~~, before me personally appeared Donald D. Brattebo
James K. Hovey, to me personally known, who being by me sworn, says that he is a
Director
Assistant Director of Principal Mutual Life Insurance Company, that the seal affixed to the foregoing instrument is the seal of said entity, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nancy Payston

Notary Public

(SEAL)

My commission expires:



Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Walter J. Micheal
733 Front Street
San Francisco, CA 94111

Dear Sir

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/28/83 at 11:00AM, and assigned recordation number(s). 6449-A

Sincerely yours,

Nesta R. McGee

Secretary

Enclosure(s)